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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re: :  
: :  
DELPHI CORPORATION, et al., : Chapter 11  
: Case No. 05-44481-RDD  
Debtors. : Jointly Administered  
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**JOINDER BY NISSAN NORTH AMERICA, INC.  
TO CERTAIN RESPONSES IN OPPOSITION TO THE  
MOTION OF THE DEBTORS SEEKING POSTPETITION FINANCING**

Nissan North America, Inc. ("Nissan"), by and through counsel, hereby joins the responses of Mercedes-Benz U.S. International, Inc., DaimlerChrysler Motors Company, LLC, DaimleChrysler Corporation, DaimlerChrysler Canada, Inc., Calsonic Kansei North America, Inc., Decatur Plastic Products, Inc., Autocam Corporation, Lorentson Manufacturing Company Southwest, Inc., Robert Bosch Corporation and Gibbs Die Casting Corporation (collectively, the "Responses"), which were filed as objections and limited objections to the Motion (the "Motion") of the above-captioned debtors (the "Debtors") for an order (the "Order") (i) authorizing the Debtors to obtain secured post post-petition financing on a superpriority secured and priming basis, (ii) authorizing the use of cash collateral, (iii) granting adequate protection to pre-petition secured lenders, (iv) granting interim relief, and (v) scheduling a final

hearing under Fed. R. Bankr. P. 4001(b) and (c). As an OEM and customer of the Debtors, Nissan's business depends upon the component parts Nissan receives from the Debtors.

For purposes of judicial economy, however, Nissan has elected not to file a separate response to the Debtors' Motion, but reserves its right to provide additional or supplementary arguments to those contained in the Responses prior to or at the hearing on this matter. Nissan does not read the Motion, Order and DIP Financing Agreement to be priming or subordinating any of Nissan's set-off and/or recoupment rights, but in light of the concerns raised in the Responses, Nissan joins the Responses and incorporates them by reference to the extent such priming effect was in fact the intent of the Motion.

Thus, Nissan hereby joins the Responses and respectfully requests that (i) the Motion be denied to the extent it seeks to prime or subordinate any of Nissan's set-off and/or recoupment rights; (ii) the Order be clarified to reflect that none of Nissan's set-off and/or recoupment rights are not primed or subordinated; and (iii) any other and further relief as is just and proper.

Dated: October 21, 2005

Respectfully submitted:

**Waller Lansden Dortch & Davis, PLLC**

/s/ David E. Lemke

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**Attorneys for Nissan North America, Inc.**

***CERTIFICATE OF SERVICE***

In accordance with Local Bankruptcy Rule 9078-1, the undersigned certifies that on October 21, 2005 a true and correct copy of the following pleading was served upon the parties listed below electronically, by facsimile, and by overnight courier (Saturday delivery), as indicated:

**JOINDER BY NISSAN NORTH AMERICA, INC.  
TO CERTAIN RESPONSES IN OPPOSITION TO THE  
MOTION OF THE DEBTORS SEEKING POSTPETITION FINANCING**

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Dated: October 21, 2005  
Nashville, Tennessee

/s/ David E. Lemke  
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